

TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Carry-On Trailer, Inc.		12/22/2010	CORPORATION: VIRGINIA
RECEIVING PARTY DATA			
Name:	Wells Fargo Bank, National Association		
Street Address:	1525 W WT Harris Blvd. Mail Code D1109-019		
City:	Charlotte		
State/Country:	NORTH CAROLINA		
Postal Code:	28262		
Entity Type:	Administrative Agent: UNITED STATES		
PROPERTY NUMBERS Total: 8			
Property Type	Number	Word Mark	
Registration Number:	3684507	MOSS CREEK TRAILERS	
Registration Number:	3239414	CARRY-ON TRAILER CORPORATION	
Registration Number:	3138729	HITCHPACKER	
Registration Number:	3167545	CARRY-ON TRAILER CARGO	
Registration Number:	3150593	CARRY-ON TRAILER CARGO	
Registration Number:	3704630	GREAT TIMBER TRAILERS	
Registration Number:	2947391	CARRY-ON TRAILER CORPORATION	
Registration Number:	2986859	CARRY-ON TRAILER CORPORATION	
CORRESPONDENCE DATA			
Fax Number:	(404)572-5134		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	404.572.4600		
Email:	ssexton@kslaw.com		
Correspondent Name:	Sally Sexton		
Address Line 1:	1180 Peachtree St.		

OP \$215.00 3684507

900179564

TRADEMARK
REEL: 004439 FRAME: 0514

Address Line 4: Atlanta, GEORGIA 30309	
ATTORNEY DOCKET NUMBER:	18464.015004
NAME OF SUBMITTER:	Sally Sexton
Signature:	/sally sexton/
Date:	12/22/2010
Total Attachments: 4 source=carryon#page1.tif source=carryon#page2.tif source=carryon#page3.tif source=carryon#page4.tif	

NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

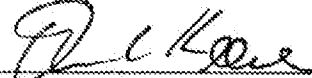
Please be advised that (a) pursuant to the Security Agreement dated as of December 22, 2010 (as amended, modified, extended, restated, replaced, or supplemented from time to time, the "Security Agreement"), by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and Wells Fargo Bank, National Association, as Administrative Agent (the "Administrative Agent") for the secured parties referenced therein (the "Secured Parties"), the undersigned Obligor has granted a continuing security interest in and continuing lien upon the trademarks, trademark licenses and trademark applications shown on Schedule 1 attached hereto (the "Trademarks") to the Administrative Agent for the ratable benefit of the Secured Parties and (b) the undersigned hereby grants to the Administrative Agent, for the ratable benefit of the Secured Parties, a continuing security interest in, and a right to set off against, any and all right, title and interest of such Obligor in and to the Trademarks.

The Obligors and the Administrative Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in the Trademarks (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any Trademark.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

Very truly yours,

CARRY-ON TRAILER, INC.,
a Virginia corporation

By: 

Name: Thomas C. Keene

Title: Executive Chairman of the Board

Acknowledged and Accepted:

WELLS FARGO BANK, NATIONAL ASSOCIATION,
as Administrative Agent

By: 

Clint Bryant
Senior Vice President

American Trailer Works, Inc.
Notice of Grant of Security Interest in Trademarks - Carry-On Trailer, Inc.

TRADEMARK
REEL: 004439 FRAME: 0518

Schedule 1

U.S. Trademarks owned by Carry-On Trailer, Inc., a Virginia corporation

TRADEMARK	OWNER	SERIAL/ REGISTRATION NO.	FILING/ REGISTRATION DATE
MOSS CREEK TRAILERS	Carry-On Trailer, Inc.	3684507	09/15/2009
CARRY-ON TRAILER CORPORATION	Carry-On Trailer, Inc.	3239414	05/08/2007
HITCHPACKER	Carry-On Trailer, Inc.	3138729	09/05/2006
CARRY-ON TRAILER CARGO	Carry-On Trailer, Inc.	3167545	11/07/2006
CARRY-ON TRAILER CARGO	Carry-On Trailer, Inc.	3150593	10/03/2006
GREAT TIMBERS TRAILERS	Carry-On Trailer, Inc.	3704630	11/03/2009
CARRY-ON TRAILER CORPORATION	Carry-On Trailer, Inc.	2947391	05/10/2005
CARRY-ON TRAILER CORPORATION	Carry-On Trailer, Inc.	2986859	08/23/2005